



#### **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SEC ANNUAL AUDITED REPORTESSING Section **FORM X-17A-5** FEB 2 7 2013 **PART III** 

**OMB APPROVAL** 

**OMB Number:** 3235-0123 Expires: February 28, 2010

Estimated average burden hours per response..... 12.00

SEC FILE NUMBER

FACING PAGE Washington Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

| REPORT FOR THE PERIOD BEGINNING                                   | 01/01/2012   | AND ENDING1             | 2/31/2012                      |
|---|--|-------------------------|--------------------------------|
|   | MM/DD/Y  | <b>′</b>                | MM/DD/YY                       |
| A. RE   | GISTRANT IDEN  | TIFICATION              |                                |
| NAME OF BROKER-DEALER: Ambassac                                   | dor Financial Group Inc.                               |                         | OFFICIAL USE ONLY              |
| ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.) |  | P.O. Box No.)           | FIRM I.D. NO.                  |
| 1605 North Cedar Crest Blvd. Suite 508                            |  |                         |                                |
|   | (No. and Stre  | et)                     |                                |
| Allentown   | PA   | 18                      | 104                            |
| (City)  | (State   | e) (                    | Zip Code)                      |
| NAME AND TELEPHONE NUMBER OF I Matthew T. Resch                   | PERSON TO CONTAC                                       | T IN REGARD TO THIS REI | PORT<br>610-351-1633           |
|   |  |                         | (Area Code - Telephone Number) |
| B. AC   | COUNTANT IDEN  | ITIFICATION             |                                |
| INDEPENDENT PUBLIC ACCOUNTANT ParenteBeard LLC                    | •  | -                       |                                |
| One Window Blanc 7525 Window Daine Oct                            | (Name – if individual, state last, first, middle name) |                         |                                |
| One Windsor Plaza 7535 Windsor Drive Sui                          | Allentown  | PA                      | 18195                          |
| (Address)   | (City)   | (State)                 | (Zip Code)                     |
| CHECK ONE:  |  |                         |                                |
| Certified Public Accountant                                       |  |                         |                                |
| ☐ Public Accountant   |  |                         |                                |
| ☐ Accountant not resident in Ur                                   | nited States or any of it                              | s possessions.          |                                |
|   | FOR OFFICIAL U   | SE ONLY                 |                                |
|   |  |                         |                                |
|   |  |                         |                                |

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

#### OATH OR AFFIRMATION

| I, Matthew T. Resch   |   | , swear (or affirm) that, to the best of                     |  |                               |
|---|---|--|--|-------------------------------|
| my knowledge and bel<br>Ambassador Financia   | lief the accompanying financial st  | tatement and   | supporting schedules pertaining  | ng to the firm of             |
| of December 31  |   | 20 12  | , are true and correct. I further  |                               |
| neither the company r   | nor any partner, proprietor, princip<br>at of a customer, except as follows   | pal officer o  |  |                               |
|   |   | 2  | White fe   | <del></del>                   |
|   |   |  | Signature  |                               |
|   |   |  | Co-CEO   |                               |
| <ul> <li>✓ (a) Facing Page.</li> <li>✓ (b) Statement of I</li> <li>☐ (c) Statement of I</li> <li>☐ (d) Statement of I</li> <li>☐ (e) Statement of I</li> <li>☐ (f) Statement of I</li> <li>☐ (g) Computation I</li> <li>☐ (h) Computation R</li> <li>☐ (i) Information R</li> <li>☐ (j) A Reconciliation</li> </ul> | s (check all applicable boxes): Financial Condition. Income (Loss). Changes in Financial Condition. Changes in Stockholders' Equity of Changes in Liabilities Subordinate | ed to Claims<br>uirements P<br>rol Requiren<br>tion of the C | of Creditors.  ursuant to Rule 15c3-3.  nents Under Rule 15c3-3.  computation of Net Capital Under | er Rule 15c3-1 and the        |
| <ul><li>□ (k) A Reconciliate consolidation.</li><li>□ (l) An Oath or At</li></ul>   | ion between the audited and unaud<br>ffirmation.  |  |  |                               |
|   | SIPC Supplemental Report. ibing any material inadequacies for   | und to exist o   | or found to have existed since the   | e date of the previous audit. |

<sup>\*\*</sup>For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

# Ambassador Financial Group, Inc.

Financial Statements and Supplementary Information

December 31, 2012





#### **Independent Auditor's Report**

Board of Directors Ambassador Financial Group, Inc.

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of Ambassador Financial Group, Inc., which comprise the statement of financial condition as of December 31, 2012, and the related statements of income, changes in stockholders' equity, and cash flows for the year then ended, that are filed pursuant to Rule 17a-5 under the Securities Exchange Act of 1934.

#### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### PUBLIC DOCUMENT

#### **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Ambassador Financial Group, Inc. as of December 31, 2012, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information contained in Schedules I, II and III required by Rule 17a-5 under the Securities Exchange Act of 1934 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Allentown, Pennsylvania

Parente Beard LLC

February 21, 2013

## Ambassador Financial Group, Inc.

Statement of Financial Condition December 31, 2012

#### Assets

| Current Assets   |             |
|--|-------------|
| Cash and cash equivalents  | \$1,462,738 |
| Commissions and other fees receivable                                      | 86,500      |
| Prepaid expenses   | 134,666     |
| Total Current Assets   | 1,683,904   |
| Furniture and Equipment, Net of Accumulated                                |             |
| Depreciation   | 45,399      |
| Other Asset, Deposits  | 41,841      |
| Total Assets   | \$1,771,144 |
| Liabilities and Stockholders' Equity                                       |             |
| Current Liabilities  |             |
| Deferred revenues  | \$ 82,042   |
| Accounts payable and accrued expenses                                      | 15,106      |
| Total Current Liabilities  | 97,148      |
| Stockholders' Equity   |             |
| Common stock, no par value; 1,000 shares authorized; 100 shares issued and | ***         |
| outstanding Patrimed comings   | 25,000      |
| Retained earnings  | 1,648,996   |
| Total Stockholders' Equity   | 1,673,996   |
| Total Liabilities and Stockholders' Equity                                 | \$1,771,144 |

Notes to Financial Statements December 31, 2012

#### Note 1 - Nature of Business

Ambassador Financial Group, Inc. (the "Company") was incorporated on August 22, 2006 and commenced operations September 18, 2006. Ambassador Financial Group, Inc. obtained its broker-dealer license on June 11, 2007. Ambassador Financial Group, Inc. is a Pennsylvania corporation that derives substantially all of its income by rendering fixed income sales and trading and comprehensive investment banking and consulting services to financial institutions and other financial services companies. The Company is registered in Delaware, Indiana, Massachusetts, Nevada, New Jersey, New York, Ohio, Pennsylvania, Florida, Maryland, and Virginia. The Company executes investment transactions at the direction and on behalf of its customers. The securities are cleared and commissions are earned through a third-party and remitted to the Company. All securities are delivered versus payment to the client's safekeeping agent. The Company is a member and is subject to examination and supervision by the Financial Industry Regulatory Authority ("FINRA") and the Securities and Exchange Commission.

#### Note 2 - Summary of Significant Accounting Policies

A summary of the significant accounting policies consistently applied in the preparation of the accompanying financial statements follows:

#### **Income Taxes**

By consent of its stockholders, the Company has elected to report under the provisions of subchapter S of the Internal Revenue Code and the Commonwealth of Pennsylvania. Under those provisions, the Company does not pay federal or state corporate income taxes on its income. The stockholders are liable for individual federal and state income taxes on each stockholders' share of the Company's taxable income. Consequently, no provision for income taxes has been presented on the financial statements.

The Company accounts for uncertainty in income tax positions under the Financial Accounting Standards Board guidance, which clarifies the recognition by prescribing the threshold a tax position is required to meet before being recognized in the financial statements. Under these provisions of accounting for uncertain tax positions, the Company has no required accruals at December 31, 2012. The Company's federal and state income tax returns are no longer subject to examination by federal or state taxing authorities for years before 2009.

#### **Basis of Accounting**

The Company operates under the exemptive provisions of Paragraph (k)(2)(ii) of Rule 15c3-3 of the Securities and Exchange Commission, which provide that the provisions of this section shall not be applicable to a broker or dealer who carries no margin accounts, promptly transmits all customer funds and delivers all securities received in connection with activities as a broker or dealer, does not otherwise hold funds or securities for, or owe money or securities to customers and effectuates all financial transactions between the broker or dealer and his customers through one or more designated bank accounts.

Notes to Financial Statements December 31, 2012

#### Note 2 - Summary of Significant Accounting Policies (Continued)

#### **Revenue Recognition**

The Company recognizes revenues on the accrual basis as earned. Commissions are recorded on a trade-date basis as securities transactions occur. Placement and other consulting fees are recognized as income when the Company renders the related services. Amounts billed or collected which will be earned in future months are shown as deferred revenues. The Company has no deferred revenues whose future earning period exceeds one year as of December 31, 2012.

#### **Concentrations of Credit Risk**

Financial instruments that potentially expose the Company to concentrations of credit risk consist principally of cash and cash equivalents. The Company maintains its cash and cash equivalents in bank deposit accounts that, at times, may exceed federally insured limits. At December 31, 2012, cash balances in excess of federally insured limits were approximately \$561,000.

#### **Use of Estimates**

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

#### **Cash Equivalents**

For purposes of the statements of cash flows, the Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

#### **Commissions and Other Fees Receivable**

Commissions and other fees receivable are stated at their outstanding balances. The Company considers commissions and other fees receivable to be fully collectible. If collection becomes doubtful, an allowance for doubtful accounts will be established, or the accounts will be charged to expense when that determination is made by management. Unpaid balances remaining after the stated payment terms are considered past due. Recoveries of previously charged off accounts are recorded when received. The allowance for doubtful accounts receivable was \$-0- at December 31, 2012.

# Notes to Financial Statements December 31, 2012

#### Note 2 - Summary of Significant Accounting Policies (Continued)

#### Furniture and Equipment

Furniture and equipment is stated at cost. Depreciation is computed on the straight-line method over 5 to 10 years.

Maintenance and repairs of property and equipment are charged to operations and major improvements are capitalized. Upon retirement, sale or other disposition of property and equipment, the cost and accumulated depreciation are eliminated from the accounts and gain or loss is included in financial income and expenses.

#### Statement of Changes in Liabilities Subordinated to Claims of General Creditors

The Company had no liabilities subordinated to the claims of general creditors for 2012; consequently, the financial statements have not included the Statement of Changes in Liabilities Subordinated to Claims of General Creditors.

#### **Subsequent Events**

The Company has evaluated events and transactions occurring subsequent to the balance sheet date of December 31, 2012 for items that should potentially be recognized or disclosed in these financial statements. The evaluation was conducted through February 21, 2013, the date these financial statements were available to be issued.

#### Note 3 - Deposit with Clearing Organization

A minimum of \$30,000 in cash is required to be deposited with the third-party firm as part of the operating agreement. Currently the amount of that deposit is \$31,405 and is included in other assets, deposits in the balance sheet at December 31, 2012.

#### Note 4 - Net Capital and Other Requirements

The Company is subject to the Securities and Exchange Commission (SEC) Uniform Net Capital Rule (Rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined in Rule 15c3-1, shall not exceed 15 to 1. As of December 31, 2012, the Company had net capital of \$1,396,995, which was \$1,390,518, in excess of its required net capital of \$6,477. The Company's aggregate indebtedness to net capital ratio was 6.95% at December 31, 2012.

The Company does not carry securities accounts for customers or perform custodial functions related to customer securities. This allows the Company to claim an exemption from SEC Rule 15c3-3 under subparagraph (k)(2)(ii), which relates to the maintenance of special accounts for the exclusive benefit of customers.

## Ambassador Financial Group, Inc.

# Schedule I - Computation of Net Capital Under Rule 15c3-1 of the Securities and Exchange Commission December 31, 2012

| Net Capital  |             |
|--|-------------|
| Total stockholder's equity                                       | \$1,673,996 |
| Deductions from and/or changes to member's equity:               |             |
| Commissions and other fees receivable                            | 86,500      |
| Prepaid expenses   | 134,666     |
| Furniture and equipment, net                                     | 45,399      |
| Deposit  | 10,436      |
| Total Nonallowable Assets  | 277,001     |
| Net Capital  | 1,396,995   |
| Computation of basic net capital requirement:                    |             |
| Minimum net capital required                                     | 6,477       |
| Net Capital in Excess of Minimum Requirement                     | 1,390,518   |
| Net Capital as Reported on the Company's FOCUS Report - Part IIA | \$1,396,995 |
| Computation of Aggregate Indebtedness                            |             |
| Aggregate indebtedness   | \$ 97,148   |
| Percentage of aggregate indebtedness to net capital              | 6.95%       |
| Ratio of aggregate indebtedness to net capital                   | 0.07 to 1   |

## Statement Pursuant to Rule 17a-5(d)(4)

Since there are no differences between the net capital computation on Part IIA of the Company's Form X-17A-5 and the net capital computed above, a reconciliation is not necessary.

Schedules II and III December 31, 2012

#### **SCHEDULE II**

COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS UNDER RULE 15C3-3 OF THE SECURITIES AND EXCHANGE COMMISSION AS OF DECEMBER 31, 2012

The Company is exempt from the provisions of Rule 15c3-3 under the Securities Exchange Act of 1934, pursuant to paragraph (k)(2)(ii) of the Rule.

SCHEDULE III
INFORMATION RELATING TO THE POSSESSION OR CONTROL REQUIREMENTS
UNDER RULE 15C3-3 OF THE SECURITIES AND EXCHANGE COMMISSION
AS OF DECEMBER 31, 2012

The Company is exempt from the provisions of Rule 15c3-3 under the Securities Exchange Act of 1934, pursuant to paragraph (k)(2)(ii) of the Rule.